

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

| OMB APPROVAL | |
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| OMB Number: | 3235-0287 |
| Estimated average burden hours per response... | 0.5 |

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

| | | | | | | | |
|---|--|---|--|--|--|--|--|
| 1. Name and Address of Reporting Person Warburg Pincus Private Equity VIII, L.P. <small>(Last) (First) (Middle)</small> C/O WARBURG PINCUS & CO., 450 LEXINGTON AVENUE <small>(Street)</small> NEW YORK, NY 10017 <small>(City) (State) (Zip)</small> | | 2. Issuer Name and Ticker or Trading Symbol ANTERO RESOURCES Corp [AR] | | 3. Date of Earliest Transaction (Month/Day/Year) 05/07/2015 | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) | |
| 4. If Amendment, Date Original Filed (Month/Day/Year) | | | | 6. Individual or Joint/Group Filing (Check Applicable Line) <input type="checkbox"/> Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person | | | |

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | | | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|--|--------------------------------------|--|--------------------------------|---|---|------------|-------|---|--|---|
| | | | Code | V | Amount | (A) or (D) | Price | | | |
| Common stock, par value \$0.01 per share | 05/07/2015 | | D | | 3,602,779 (1) | D | \$ 0 | 200,165,909 (1) | I | See footnotes (1) (2) (3) (4) |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
|--|--|--------------------------------------|--|--------------------------------|---|---|-----|--|-----------------|---|----------------------------|--|--|--|--|
| | | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| Warburg Pincus Private Equity VIII, L.P. C/O WARBURG PINCUS & CO. 450 LEXINGTON AVENUE NEW YORK, NY 10017 | X | X | | |
| WPP GP LLC C/O WARBURG PINCUS & CO. 450 LEXINGTON AVENUE NEW YORK, NY 10017 | X | X | | |
| WP Antero, LLC C/O WARBURG PINCUS & CO. 450 LEXINGTON AVENUE NEW YORK, NY 10017 | X | X | | |
| WARBURG PINCUS LLC C/O WARBURG PINCUS & CO. 450 LEXINGTON AVENUE NEW YORK, NY 10017 | X | X | | |
| WARBURG PINCUS & CO. C/O WARBURG PINCUS & CO. 450 LEXINGTON AVENUE NEW YORK, NY 10017 | X | X | | |
| KAYE CHARLES R C/O WARBURG PINCUS & CO. 450 LEXINGTON AVENUE NEW YORK, NY 10017 | X | X | | |
| Landy Joseph P. C/O WARBURG PINCUS & CO. 450 LEXINGTON AVENUE NEW YORK, NY 10017 | X | X | | |

Signatures

| | |
|---|-----------------------------------|
| WARBURG PINCUS PRIVATE EQUITY VIII, L.P. By: Warburg Pincus Partners, L.P., its general partner By: Warburg Pincus Partners GP LLC, its general partner By: Warburg Pincus & Co., its managing member By: /s/ Steven G. Glenn Name: Steven G. Glenn <small>Signature of Reporting Person</small> | 05/07/2015 <small>Date</small> |
| WP ANTERO, LLC By: WP Antero Holdco, LLC, its managing member By: WP Antero Topco, Inc. its managing member By: /s/ Steven G. Glenn Name: Steven G. Glenn Title: Director <small>Signature of Reporting Person</small> | 05/07/2015 <small>Date</small> |
| WPP GP LLC By: Warburg Pincus Partners, L.P., its managing member By: Warburg Pincus Partners GP LLC, its general partner By: Warburg Pincus & Co., its managing member By: /s/ Steven G. Glenn Name: Steven G. Glenn Title: Partner <small>Signature of Reporting Person</small> | 05/07/2015 <small>Date</small> |
| WARBURG PINCUS & CO. By: /s/ Steven G. Glenn Name: Steven G. Glenn Title: Partner | |

| | |
|---|--------------------|
| --Signature of Reporting Person | 05/07/2015 Date |
| WARBURG PINCUS LLC By: Warburg Pincus & Co., its managing member By: /s/ Steven G. Glenn Name: Steven G. Glenn Title: Managing Director | 05/07/2015 Date |
| --Signature of Reporting Person | 05/07/2015 Date |
| CHARLES R. KAYE By: /s/ Steven G. Glenn, Attorney-in-Fact* | 05/07/2015 Date |
| --Signature of Reporting Person | 05/07/2015 Date |
| JOSEPH P. LANDY By: /s/ Steven G. Glenn, Attorney-in-Fact* | 05/07/2015 Date |
| --Signature of Reporting Person | 05/07/2015 Date |

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

- (1) On May 7, 2015, the WP VIII Funds (as defined below in footnote 2), distributed an aggregate of 3,602,779 shares of common stock of Antero Resources Corporation ("Common Stock") to their partners on a pro rata basis, with
- (2) Each of Warburg Pincus Private Equity VIII, L.P., a Delaware limited partnership, ("WP VIII", and together with its two affiliated partnerships, Warburg Pincus Netherlands Private Equity VIII C.V. I, a company formed under t
- (3) WP-WPVIII Investors GP L.P., a Delaware limited partnership ("WP-WPVIII GP LP"), is the general partner of WP-WPVIII Investors. WPP GP LLC, a Delaware limited liability company ("WPP GP LLC") is the general partn
- (4) Warburg Pincus LLC, a New York limited liability company ("WP LLC"), is the manager of the WP VIII Funds. Warburg Pincus & Co., a New York general partnership ("WP"), is a member and managing director of WP LLC.

Remarks:

Due to the limitation on the number of Reporting Persons allowed on Form 4, WP Partners GP included as a Reporting Person on the Form 4 filed by Warburg Pincus Private Equity X, L.P. * The Po

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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